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ORIGINAL**BEFORE THE ARIZONA CORPORATION COMMISSION****RECEIVED**

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AZ CORP COMMISSION
DOCKET CONTROLCOMMISSIONERS

KRISTIN K. MAYES, Chairman
GARY PIERCE
PAUL NEWMAN
SANDRA D. KENNEDY
BOB STUMP

IN THE MATTER OF THE APPLICATION OF
ARIZONA WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

DOCKET NO. W-01445A-06-0199

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

DOCKET NO. SW-03575A-05-0926

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

DOCKET NO. W-03576A-05-0926

IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

DOCKET NO. SW-03575A-07-0300

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS CERTIFICATE OF
CONVENIENCE AND NECESSITY.

DOCKET NO. W-03576A-07-0300

ARIZONA WATER COMPANY, AN ARIZONA
CORPORATION,

COMPLAINANT,

VS.

DOCKET NO. W-01445A-06-0200
DOCKET NO. SW-20445A-06-0200
DOCKET NO. W-20446A-06-0200
DOCKET NO. W-03576A-06-0200
DOCKET NO. SW-03575A-06-0200

GLOBAL WATER RESOURCES, LLC, A
FOREIGN LIMITED LIABILITY COMPANY;
GLOBAL WATER RESOURCES, INC., A
DELAWARE CORPORATION; GLOBAL
WATER MANAGEMENT, LLC, A FOREIGN
LIMITED LIABILITY COMPANY; SANTA
CRUZ WATER COMPANY, LLC, AN ARIZONA
LIMITED LIABILITY CORPORATION; PALO
VERDE UTILITIES COMPANY, LLC, AN
ARIZONA LIMITED LIABILITY
CORPORATION; GLOBAL WATER - SANTA

Arizona Corporation Commission
DOCKETED

JAN 30 2009

DOCKETED BY

1 CRUZ WATER COMPANY, AN ARIZONA
2 CORPORATION; GLOBAL WATER – PALO
3 VERDE UTILITIES COMPANY, AN
4 ARIZONA CORPORATION; JOHN AND JANE
5 DOES 1-20; ABC ENTITIES I-XX,
6
7 RESPONDENTS.

8 IN THE MATTER OF THE JOINT
9 APPLICATION OF CP WATER COMPANY
10 AND FRANCISCO GRANDE UTILITIES
11 COMPANY TO TRANSFER THEIR
12 CERTIFICATES OF CONVENIENCE AND
13 NECESSITY AND ASSETS TO PALO VERDE
14 UTILITIES COMPANY AND SANTA CRUZ
15 WATER COMPANY.

DOCKET NO. WS-01775A-07-0485
DOCKET NO. SW-03575A-07-0485
DOCKET NO. W-02442A-07-0485
DOCKET NO. W-03576A-07-0485

PROCEDURAL ORDER

BY THE COMMISSION:

16 On March 29, 2006, Arizona Water Company (“AWC”) filed with the Arizona Corporation
17 Commission (“Commission”) a Complaint in Docket Nos. W-01445A-06-0200, SW-20445A-06-
18 0200, W-20446A-06-0200, W-03576A-06-0200, and SW-03575A-06-0200 (“Complaint
19 Proceeding”) against Global Water Resources, LLC, Global Water Resources, Inc., Global Water
20 Management, LLC, Santa Cruz Water Company, LLC, Palo Verde Utilities Company, LLC, Arizona
21 Global Water – Santa Cruz Water Company and Arizona Global Water – Palo Verde Utilities
22 Company (collectively “Global Water”).

23 Prior to and during the pending Complaint Proceeding, AWC and various Global Water
24 entities filed applications with the Commission to extend their respective Certificates of Convenience
25 and Necessity (“CC&Ns”) in Pinal County, including applications where the requested CC&N areas
26 overlapped. The CC&N extension applications were filed in Docket Nos. W-03576A-07-0300, W-
27 01445A-06-0199, SW-03575A-05-0926, W-03576A-05-0926, W-03576A-07-0300 and SW-03575A-
28 07-0300 (“Contested CC&N Proceedings”).

On July 17, 2007, AWC filed, in Docket No. W-03576A-07-0300 et. al., a Motion to
Consolidate Docket Nos. W-01445A-06-0199, SW-03575A-05-0926, W-03576A-05-0926, W-
03576A-07-0300 and SW-03575A-07-0300. By Procedural Order issued December 20, 2007, the
Motion to Consolidate was granted.

On August 20, 2007, Francisco Grande Utilities Company (“Francisco Grande”) and CP

1 Water Company ("CP") filed in Docket Nos. WS-011775A-07-0485, SW-03575A-07-0485, W-
2 02442A-07-0485 and W-03576A-07-0485 ("Francisco Grande/CP Water Proceeding") an application
3 requesting approval to transfer their CC&Ns and their assets to Palo Verde Utilities Company ("Palo
4 Verde") and Santa Cruz Water Company ("Santa Cruz").¹

5 On May 16, 2008, AWC and Global docketed a Settlement Agreement in the Complaint
6 Proceeding (Docket No. W-01445A-06-0200 et al.), which purports to resolve the issues in the
7 Complaint Proceeding, the Contested CC&N Proceedings, and the Francisco Grande/CP Water
8 Proceeding.

9 On June 16, 2008, AWC and Global filed a Motion to Consolidate ("Joint Motion"). The
10 Joint Motion requested consolidation of the Complaint Proceeding (Docket Nos. W-01445A-06-
11 0200, SW-20445A-06-0200, W-20446A-06-0200, W-03576A-06-0200, and SW-03575A-06-0200)
12 with the previously consolidated Contested CC&N Proceedings (Docket Nos. W-01445A-06-0199,
13 SW-03575A-05-0926, W-03576A-05-0926, W-03576A-07-0300 and SW-03575A-07-0300), and the
14 Francisco Grande/CP Water Proceeding (Docket Nos. WS-011775A-07-0485, SW-03575A-07-0485,
15 W-02442A-07-0485 and W-03576A-07-0485).

16 The Joint Motion stated that because the various proceedings involve the same issues of fact
17 and law, and because all of the CC&N expansion areas and transfer issues have been resolved in the
18 Settlement Agreement, the matters should be consolidated. The Joint Motion also stated that
19 consolidation of the various proceedings would allow for a consistent ruling resolving the issues in
20 accordance with the Settlement Agreement, and that the Settlement Agreement amends the CC&N
21 application boundaries for a more coherent and unified approach to utility planning in the Pinal
22 County area.

23 On June 24, 2008, Staff filed a response to AWC and Global's Joint Motion to Consolidate,
24 stating Staff did not oppose consolidation.

25 By Procedural Order issued August 5, 2008, the Joint Motion was granted and the above-
26 captioned dockets were consolidated.

27 ¹ In Decision No. 69920 (September 27, 2007), the Commission approved the application to transfer the assets and
28 CC&Ns of Palo Verde Utilities Company and Santa Cruz Water Company to Global Water-Palo Verde Utilities Company
and Global Water- Santa Cruz Water Company, respectively.

1 On October 9, 2008, a procedural conference was held to discuss possible hearing dates and
2 scheduling of other filing dates for testimony. The parties agreed to a hearing date beginning
3 February 23, 2009 and other testimony filing dates.

4 By Procedural Order issued October 21, 2008, the matter was set for hearing to commence on
5 February 23, 2009, publication and mailing of notice of the hearing was ordered, and other filings
6 dates were established.

7 On January 29, 2009, at Staff's request, a procedural teleconference was conducted with all
8 parties to discuss the possibility of continuing the hearing date.

9 On January 29, 2009, Staff filed a Request for Continuance. In its Request, Staff indicates
10 that a number of factual issues have developed since AWC and Global filed their testimony of
11 January 12, 2009, and that Staff therefore requires additional time to pursue discovery and prepare
12 responsive testimony. In accordance with the agreement of the parties, Staff requests that the hearing
13 date be changed to June 8, 2009, and that Staff's responsive testimony and AWC/Global rebuttal
14 testimony filing dates be changed to April 10, 2009 and May 8, 2009, respectively.

15 IT IS THEREFORE ORDERED that **the above-captioned consolidated dockets shall be**
16 **rescheduled for hearing commencing on June 8, 2009, at 9:30 a.m.,** at the offices of the
17 Commission, 1200 West Washington, Phoenix, Arizona 85007.

18 IT IS FURTHER ORDERED that the previously noticed hearing date of **February 23, 2009,**
19 **at 9:30 a.m., shall be maintained for the purpose of taking of public comment only.**

20 IT IS FURTHER ORDERED that **Staff shall file its responsive testimony by no later than**
21 **April 10, 2009.**

22 IT IS FURTHER ORDERED that **AWC and Global Water shall file rebuttal testimony by**
23 **no later than May 8, 2009.**

24 IT IS FURTHER ORDERED that all parties must comply with Rules 31 and 38 of the Rules
25 of the Arizona Supreme Court and A.R.S. § 40-243 with respect to practice of law and admission *pro*
26 *hac vice*.

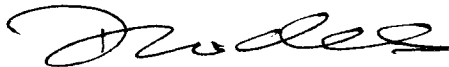
27 IT IS FURTHER ORDERED that withdrawal of representation must be made in compliance
28 with A.A.C. R14-3-104(E) and Rule 1.16 of the Rules of Professional Conduct (under Rule 42 of the

Rules of Arizona Supreme Court). Representation before the Commission includes the obligation to appear at all hearings and procedural conferences, as well as all Open Meetings for which the matter is scheduled for discussion, unless counsel has previously been granted permission to withdraw by the Administrative Law Judge or the Commission.

IT IS FURTHER ORDERED that the Ex Parte Rule (A.A.C. R14-3-113-Unauthorized Communications) continues to apply to this consolidated proceeding and shall remain in effect until the Commission's Decision in this matter is final and non-appealable.

IT IS FURTHER ORDERED that the Administrative Law Judge may rescind, alter, amend or waive any portion of this Procedural Order either by subsequent Procedural Order or by ruling at hearing.

Dated this 30th day of January, 2009.



DWIGHT D. NODES
ASSISTANT CHIEF ADMINISTRATIVE LAW JUDGE

Copies of the foregoing mailed/delivered
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